

AFFIDAVIT OF DEAN COUCH

I, Dean Couch, being of legal age, hereby deposes and states as follows:

1. I am employed at the Oklahoma Water Resources Board (OWRB) as the agency's general counsel.

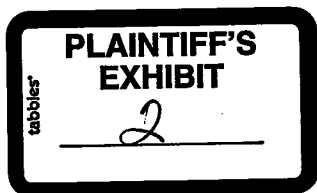
2. I was the employee at OWRB who supervised the collection of documents that were responsive to the Poultry Integrators' Interrogatories and Requests for Production of Documents which were served on OWRB. I worked in conjunction with counsel for the State who informed me of the types or categories of documents had been requested by the Defendants.

3. This morning, Tuesday, May 29, 2007, I was advised by counsel for the State that Defendant Cargill prevailed on its a Motion to Compel to require the OWRB to re-produce all hard copy documents retained by the OWRB that were responsive to the Poultry Integrators' Interrogatories and Requests for Production of Documents previously filed in this case and produced in December 2006.

4. Due to broad language in the Poultry Integrators' interrogatories and requests for production and to ensure the production all documents to comply with the broad requests, documents (including but not limited to reports) of the OWRB on the various subject matters

included in the interrogatories and requests were produced if the document contained information or reference to the "Illinois River Watershed" (IRW). Portions or parts of such documents that contained information or references to other watersheds and incidental information or references to the IRW that were not readily redacted, removed or segregated (for example, bound reports containing statewide sampling results) were produced.

5. Due to ongoing disputes and issues relative to the production, the OWRB has retained and segregated a total of 68 bankers boxes of documents in boxes that were returned



from the contract copy service company used by the Poultry Integrators. Many of the boxes of documents that were returned from the contract copy company were in new boxes, containing the pre-printed name and logo of the copy company, instead of the original boxes in which the documents were gathered and stored for production. Several of the boxes that were returned did not have the handwritten labels that had been taped or otherwise affixed to the boxes used by the OWRB to organize, gather and produce the documents in December 2006.

6. In addition to producing documents that were organized and placed in the boxes that were made available to counsel for the Poultry Integrators, counsel for the Poultry Integrators were given access to permanent "rolling" files, as well as to the OWRB's basement library which contains many historic documents and reports that either directly or indirectly relate to the IRW, information about water quality in Oklahoma, and Oklahoma Water Quality Standards development.

7. A substantial number of the documents and files originally produced by the OWRB in the bankers boxes, the rolling files and the OWRB basement library are considered "working" files of the OWRB. "Working" files are considered files that are updated or supplemented on a regular or routine basis with additional documents as on-going field

monitoring and sampling are conducted by staff of the OWRB. Such working files also contain documents that must be retrieved for review on a regular or routine basis to support on-going water quality or water quantity studies by the OWRB.

8. Maintaining the bankers boxes of documents and files as returned from the contract copy shop has caused an additional degree of hardship for the OWRB. The documents in the boxes cannot now be kept in the usual course of business, but are maintained separately

from other documents and files, and therefore, staff of the OWRB must maintain two sets of files and documents in separate locations.

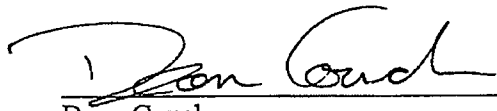
9. I have been advised by counsel for the State that the order concerning re-production of documents for Cargill requires such re-production by June 16, 2007, and that the order requires that all documents pertaining to individual requests be gathered and boxed according to the interrogatory or request for production item and that each box be so labeled, and that all documents or portions of documents that contain information about watersheds outside the Illinois River Watershed must be removed. It is not clear how such an order will impact documents that are responsive to Cargill's request for production that are contained in the rolling file cabinets or in the basement library of the OWRB that are kept in the ordinary course of business in those locations.

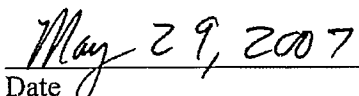
10. Compliance with the Court's order as described to me will require extensive review of each and every document in each individual box being maintained after the original production, a review of each and every interrogatory and Request for Production, and the preparation of a comprehensive index to each and every document that will be produced, as well as each and every document that contains information about watersheds that are outside the

Illinois River Watershed to ensure proper evaluation of the production that was made to the other Defendants and avoid further motions to compel or sanctions for providing too many documents or too few documents to satisfy the very broad requests for production .

11. The extensive review of documents and preparation of the indices as outlined above, in addition to another site visit by counsel for Cargill, will take many additional hours of OWRB staff time and will result in further burdens on the OWRB.

Further affiant sayeth not.



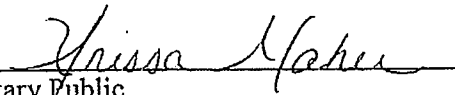
Dean Couch


Date

State of Oklahoma)
) ss
County of Oklahoma)

On this 29th day of May, 2007, the above-referenced individual appeared before me and affixed her signature hereto.

04002782
Commission No.



Notary Public

3/24/2008
Expiration date
